

Paul J. Hooten, PJH9510
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(631) 331-0547
Local Counsel for Accertify, Inc.

Hearing Date and Time:
February 4, 2019 at 10:00am

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE:	:	
	:	CHAPTER 11
SEARS HOLDINGS CORPORATION, et al.,	:	
	:	CASE NO. 18-23538-rdd
Debtors.	:	(Jointly Administered)
	:	

**ACCERTIFY, INC.'S OBJECTION TO DEBTOR'S NOTICE OF CURE
COSTS AND POTENTIAL ASSUMPTION AND ASSIGNMENT OF
EXECUTORY CONTRACTS AND UNEXPIRED LEASES
IN CONNECTION WITH GLOBAL SALE TRANSACTION**

Accertify, Inc. ("Accertify"), by and through its counsel, hereby submits its Objection to the Debtor's Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Global Sale Transaction (the "Cure Notice") and represents as follows:

1. On October 15, 2018 (the "Petition Date"), the Debtor filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code (the "Petition Date").
2. Sears Holdings Management Corporation entered into certain pre-petition contracts with Accertify through which Accertify has continued to provide Sears Holdings Management Corporation with hosted third-party software services (the "Services Contracts").
3. On January 18, 2019, the Debtor filed the Cure Notice which included the Debtor's calculation of the alleged proposed cure amount due to Accertify. The Debtor has calculated this amount as \$192,031.00 (the "Proposed Cure Amount").

4. Accertify objects to the Proposed Cure Amount as it does not accurately reflect the amount due to Accertify and fails to cure the existing default under the Services Contracts. According to the books and records of Accertify to date of this Objection, the actual amount required to cure any and all defaults is \$321,352.84 (the “Actual Cure Amount”).

5. In the event the Debtor intends to assume the Services Contracts, the Debtor must remit the Actual Cure Amount to Accertify pursuant to 11 U.S.C. § 365(b)(1)(A).

WHEREFORE, Accertify, Inc. requests that the Debtor amend the cure amount to \$321,352.84 and for any such further relief as the Court may deem appropriate.

Respectfully submitted,
Attorneys for Accertify, Inc.

Dated: January 25, 2019

By: /s/ Paul J. Hooten
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CERTIFICATE OF SERVICE

I, the undersigned, do hereby certify that on the 25th day of January, 2019, I served or caused to be served, electronically and/or by first class United States mail, postage prepaid true and correct copies of Accertify, Inc.'s Objection to the Debtor's Notice of Cure Costs and Potential Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Global Sale Transaction upon the Objection Recipients listed below:

Bid Notice Parties:

The Debtors
Rob Riecker rob.riecker@searshc.com
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The Debtors' investment banker
Brandon Aebersold and Levi Quaintance project.blue.rx@lazard.com

Consultation Parties:

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